

October 30, 2009

The Sumitomo Trust and Banking Co., Ltd.
(Code: 8403; First sections of the TSE and OSE)

**Merger of The Sumitomo Trust and Banking Co., Ltd. and
Subsidiary (STB Leasing & Financial Group Co., Ltd.)**

As disclosed in today's notice titled "Merger of Sumishin Matsushita Financial Services Co., Ltd. and STB Leasing Co., Ltd." by The Sumitomo Trust and Banking Co., Ltd. (President and CEO: Hitoshi Tsunekage; "Sumitomo Trust"), and Panasonic Corporation (President and Director: Fumio Ohtsubo; "Panasonic") decided to effect a merger ("Lease Subsidiary Merger") as of April 1, 2010 of Sumishin Matsushita Financial Services Co., Ltd. ("SMFC"), a company jointly invested by Sumitomo Trust and Panasonic, and STB Leasing Co., Ltd. ("STBL"), a wholly-owned subsidiary of Sumitomo Trust, and have entered into a basic agreement today.

In connection with Lease Subsidiary Merger, Sumitomo Trust decided to effect a merger ("Lease Holding Company Merger") with STB Leasing & Financial Group Co., Ltd. ("STBLFG"), a wholly-owned subsidiary and lease holding company, as set out below, subject to regulatory approvals and permits. Please note that, as Lease Holding Company Merger is a absorption-type merger of a wholly-owned subsidiary, some matters and details are omitted from this release.

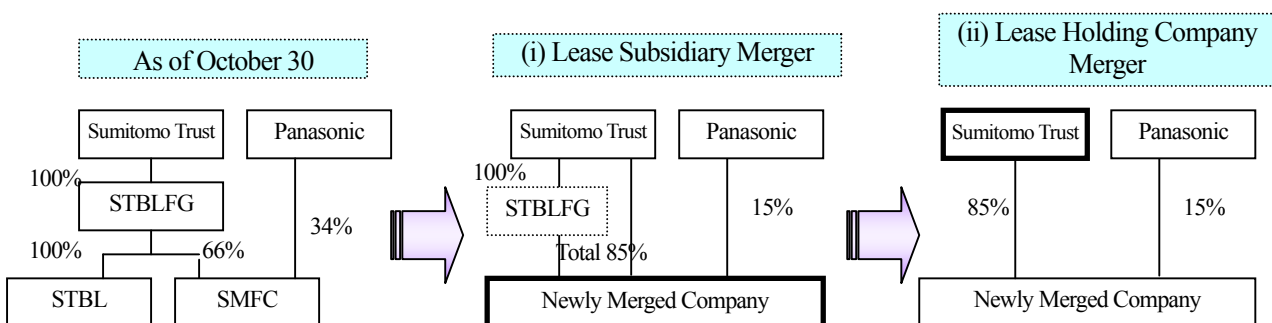
1. Purpose of Merger

STBLFG is a holding company for the purpose of the business integration of SMFC and STBL. Because STBL, the non-surviving company, is dissolved upon Lease Subsidiary Merger and that STBLFG loses its role as the holding company, STBLFG decided to merge with Sumitomo Trust. Upon Lease Holding Company Merger, STBLFG, the non-surviving company, will be dissolved.

For further information of Lease Subsidiary Merger, please see the notice titled "Merger of Sumishin Matsushita Financial Services Co., Ltd. and STB Leasing Co., Ltd." disclosed by Sumitomo Trust today.

2. Scheme of Merger

As of April 1, 2010, (i) the merger of SMFC and STBL and (ii) the merger of Sumitomo Trust and STBLFG as a result of the Subsidiary Merger as described in (i) are scheduled to be executed at the same time.



Note: Prior to Lease Subsidiary Merger and Lease Holding Company Merger, Sumitomo Trust will acquire a portion of SMFC's shares (equal to approximately 11% of the total number of issued shares of SMFC) from Panasonic around the beginning of November 2009.

3. Outline of Merger

(1) Schedule (planned)

Beginning of February 2010:	Board meeting to approve the execution of the merger agreement (Sumitomo Trust and STBLFG)
Beginning of February 2010:	Execution of the merger agreement
April 1, 2010:	Effective date of the merger

(2) Method of Merger

The merger will be effected through the merger of STBLFG with Sumitomo Trust whereby Sumitomo Trust is the surviving company and STBLFG will be dissolved.

Note: As Lease Holding Company Merger constitutes a simplified merger prescribed in Paragraph 3 of Article 796 of the Companies Act for Sumitomo Trust as well as a short form merger prescribed in Paragraph 1 of Article 784 of the Companies Act for STBLFG, Sumitomo Trust and STBLFG will effect the merger without approval at their respective shareholders' meetings.

(3) Allocation upon Merger

As Sumitomo Trust holds 100% of STBLFG's shares, no shares in Sumitomo Trust or other consideration will be allocated or delivered to STBLFG's shareholders upon the Lease Holding Company Merger. Therefore, Sumitomo Trust will not issue new shares upon the Lease Holding Company Merger.

(4) Handling of Stock Acquisition Rights and Bonds with Stock Acquisition Rights upon Merger

STBLFG has not issued any stock acquisition rights or bonds with stock acquisition rights.

4. Outline of Merging Companies

(1) Corporate Name	The Sumitomo Trust and Banking Co., Ltd. (surviving company)	STB Leasing & Financial Group. Co., Ltd. (non-surviving company)
(2) Principal Business	Trust business, banking business	Management and administration of leasing subsidiaries
(3) Date of Incorporation	July 28, 1925	March 31, 2008
(4) Location	4-5-33, Kita-hama, Chuo-ku, Osaka	3-2-18, Nakanoshima, Kita-ku, Osaka
(5) Representative	President and CEO: Hitoshi Tsunekage	Director and CEO: Masakiyo Inoue
(6) Stated Capital	342,037 million yen (as of the end of September 2009)	50 million yen (as of the end of September 2009)
(7) Total Number of Issued Shares	1,675,128,546 ordinary shares 109,000,000 the First Series Type 2 preferred shares	2,000,000 ordinary shares
(8) Financial Year End	March 31	March 31
(9) Major Shareholders and Shareholding Percentage (Note)	(Ordinary Shares) Japan Trustee Services Bank, Ltd. (trust account) 6.51% The Master Trust Bank of Japan, Ltd. (trust account) 4.65% The Bank of New York Mellon as Depository Bank for Deposit Receipt Holders 2.29%	The Sumitomo Trust and Banking Co., Ltd. 100%

	Japan Trustee Services Bank, Ltd. (trust account 9)	1.43%
	Northern Trust Co. (AVFC) Sub A/C American Clients	1.39%
	State Street Bank and Trust Company 505225	1.38%
	The Chase Manhattan Bank, N.A. London Secs Lending Omnibus Account	1.32%
	Kubota Corporation	1.31%
	SSBT OD05 Omnibus Account China Treaty Clients	1.17%
	State Street Bank and Trust Company	0.99%
(10) Relationship between Parties		
Capital Relationship	STBLFG is a wholly-owned subsidiary of Sumitomo Trust.	
Personnel Relationship	One director, one executive officer and one corporate auditor of Sumitomo Trust are also director and corporate auditor of STBLFG, and one employee of Sumitomo Trust has been temporarily transferred to STBLFG whilst employed by Sumitomo Trust.	
Business Relationship	There is no business between Sumitomo Trust and STBLFG of note.	
Relationship as Affiliated Parties	Because STBLFG is a wholly-owned subsidiary of Sumitomo Trust, STBLFG is categorized as an affiliated party of Sumitomo Trust.	

Note: The information indicated is as of September 30, 2009.

(11) Operational Results of Three Most Recent Financial Years

Sumitomo Trust (consolidated basis)

(in millions of yen, except per share data)

Financial Year Ended	March 31, 2007	March 31, 2008	March 31, 2009
Consolidated Net Assets	1,447,907	1,280,954	1,264,052
Consolidated Total Assets	21,003,064	22,180,734	21,330,132
Consolidated Net Assets per Share (yen)	738.77	639.75	521.85
Consolidated Ordinary Income	853,365	1,095,650	1,062,122
Consolidated Ordinary Profit	170,171	136,985	29,609
Consolidated Net Income	103,820	82,344	7,946
Consolidated Net Income per Share (yen)	62.05	49.17	4.74
Dividend per Share (yen)	17.00	17.00	10.00

STBLFG (non-consolidated basis)

(in millions of yen, except per share data)

Financial Year Ended	March 31, 2007	March 31, 2008	March 31, 2009
Net Assets	—	96,644	102,504
Total Assets	—	96,644	102,511
Net Assets per Share (yen)	—	48,322.00	51,255.90
Net Sales	—	0	5,882
Operating Income	—	0	5,847
Operating Net Income	—	0	5,875
Net Income	—	0	5,860
Net Income per Share (yen)	—	0	2,930.09
Dividend per Share (yen)	—	0	921.50

STBL (consolidated basis)

(in millions of yen, except per share data)

Financial Year Ended	March 31, 2007	March 31, 2008	March 31, 2009
Consolidated Net Assets	46,355	49,613	45,753
Consolidated Total Assets	520,409	543,705	590,167
Consolidated Net Assets per Share (yen)	2,147.61	2,298.55	2,119.73
Consolidated Net Sales	161,338	161,703	153,922
Consolidated Operating Income	6,710	6,737	3,314
Consolidated Operating Net Income	6,622	6,787	3,441
Consolidated Net Income	17,326	4,172	1,913
Consolidated Net Income per Share (yen)	802.73	193.31	88.61
Dividend per Share (yen)	24	256	24

SMFC (non-consolidated basis)

(in millions of yen, except per share data)

Financial Year Ended	March 31, 2007	March 31, 2008	March 31, 2009
Net Assets	69,881	71,550	73,963
Total Assets	601,585	605,194	581,737
Net Assets per Share (yen)	8,843.07	9,054.26	9,359.55
Net Sales	191,261	191,232	182,630
Operating Income	5,041	3,154	4,262
Operating Net Income	5,308	3,392	4,447
Net Income	3,176	2,402	2,905
Net Income per Share (yen)	401.96	304.01	367.67
Dividend per Share (yen)	81	61	74

5. Conditions after Merger (planned)

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| (1) | Corporate Name | The Sumitomo Trust and Banking Co., Ltd. |
| (2) | Location | 4-5-33, Kita-hama, Chuo-ku, Osaka |
| (3) | Representative | President and CEO: Hitoshi Tsunekage |
| (4) | Principal Business | Trust business; banking business |
| (5) | Stated Capital | 342,037 million yen |
| (6) | Financial Year End | March 31 |

6. Outlook

There will be no effect on Sumitomo Trust's earnings forecast for March 31, 2010 as a result of Lease Holding Company Merger.

For further information, please contact:

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